

**AN ORDINANCE TO AUTHORIZE CITY CONTRACT
15023PW – GASOLINE, HEATING OIL, AND DIESEL FUEL –
DELIVERY SERVICES WITH JAMES RIVER SOLUTIONS, LLC.**

#3978

Sponsor:

Council
Member
Shabazz

WHEREAS, pursuant to Section 2-308 and Section 8-200 of the City Charter, the City of Wilmington is authorized to enter into contracts for the supply of property or the rendering of services for more than a period of one year if approved by City Council by Ordinance; and

WHEREAS, the City desires to obtain gasoline, heating oil, and diesel fuel delivery services for the City; and

WHEREAS, the City publicly bid Contract 15023PW – Gasoline, Heating Oil, and Diesel Fuel (“the Contract”) - in accordance with Section 8-200 of the City Charter, and subsequently awarded the Contract to James River Solutions, LLC (“the Contractor”), the lowest responsible bidder; and

WHEREAS, the term of the Contract is for a period of approximately one (1) year beginning upon execution hereof, at a total estimated cost of One Million Nine Hundred Fifty Two Thousand One Hundred Eighty Five Dollars and Fifty Cents (\$1,952,185.50), with the possibility of two (2) one-year extensions on the same terms and conditions. The price per gallon of gasoline, heating oil, and diesel fuel, which will fluctuate depending on market conditions, will be calculated for each product based on the daily Oil Price Information Service (“OPIS”) benchmark prices for the day of delivery, plus the delivery fee which will be fixed for the term of the Contract; and

WHEREAS, it is the recommendation of the Department of Public Works that the City enter into the Contract with the Contractor, a copy of which, in substantial form, is

attached hereto and incorporated by reference as Exhibit "A."

**THE COUNCIL OF THE CITY OF WILMINGTON HEREBY
ORDAINS:**

SECTION 1. Contract 15023PW – Gasoline, Heating Oil, and Diesel Fuel - between the City and James River Solutions, LLC, a copy of which Contract, in substantial form, is attached hereto as Exhibit "A," for a period of approximately one (1) year beginning upon execution hereof, at a total estimated cost of One Million Nine Hundred Fifty Two Thousand One Hundred Eighty Five Dollars and Fifty Cents (\$1,952,185.50) based on the price per gallon of gasoline, heating oil, and diesel fuel, which will be calculated for each product in accordance with the daily OPIS benchmark prices for the day of delivery, plus the delivery fee which will be fixed for the term of the Contract, with the possibility of two (2) one-year extensions on the same terms and conditions, is hereby approved, and the Mayor or his designee, and the City Clerk are hereby authorized to execute as many copies of said Agreement, as well as all additional undertakings related thereto, as may be necessary.

SECTION 2. This Ordinance shall be effective upon its passage by City Council and approval of the Mayor.

First Reading September 18, 2014
Second Reading..... September 18, 2014
Third Reading November 6, 2014
Passed by City Council, November 6, 2014

President of City Council

Attest: Traci S. Owens
Deputy City Clerk

Approved as to form this
17th day of September, 2014

Mark Pilnick
First Assistant City Solicitor

Approved this 12 day of Nov,
2014

Dennis R. Weir
Mayor

Synopsis: This Ordinance authorizes the City to enter into Contract 15023PW – Gasoline, Heating Oil & Diesel Fuel - with James River Solutions, LLC, for a period of approximately one (1) year at a total estimated cost of One Million Nine Hundred Fifty Two Thousand One Hundred Eight Five Dollars and Fifty Cents (\$1,952,185.50) based on the price per gallon of gasoline, heating oil, and diesel fuel, which will be calculated for each product in accordance with the daily OPIS benchmark prices for the day of delivery, plus the delivery fee which will be fixed for the term of the Contract, with the possibility of two (2) one-year extensions on the same terms and conditions.

Agenda #3978

Impact Statement

This Ordinance authorizes the City to enter into Contract 15023PW – Gasoline, Heating Oil & Diesel Fuel - with James River Solutions, LLC, for a period of approximately one (1) year at a total estimated cost of One Million Nine Hundred Fifty Two Thousand One Hundred Eight Five Dollars and Fifty Cents (\$1,952,185.50) based on the price per gallon of gasoline, heating oil, and diesel fuel, will be calculated for each product in accordance with the daily OPIS benchmark prices for the day of delivery, plus the delivery fee which will be fixed for the term of the Contract, with the possibility of two (2) one-year extensions on the same terms and conditions.

CITY CONTRACT 15023PW
GASOLINE/HEATING OIL & DIESEL FUEL

BETWEEN

CITY OF WILMINGTON

AND

JAMES RIVER SOLUTIONS

EXHIBIT "A"



The News Journal Media Group

A GANNETT COMPANY

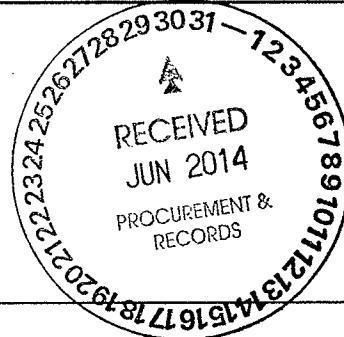
Street Address:
950 West Basin Road
New Castle, DE 19720

(302) 324-2500
(800) 235-9100

Mailing Address:
P.O. Box 15505
Wilmington, DE 19850

Legal Desk:
(302) 324-2676
Legal Fax:
302 324-2249

CITY OF WILMINGTON, PURCHASING DIV.
ATTN: PHILIP CERESINI
800 N. FRENCH ST., FL 5
WILMINGTON, DE 19801



State of Delaware } SS.
New Castle County

Personally appeared **The News Journal**

Of the **The News Journal Media Group**, a newspaper printed, published and circulated in the State of Delaware, who being duly sworn, depose and saith that the advertisement of which the annexed is a true copy, has been published in the said newspaper 2 times, once in each issue as follows:

6/17/14, 6/24/14

A.D. 2014

Lorraine M. Disantis

Notary Public of Delaware

Kristin J. Jagers

Sworn and subscribed before me, this
24 day of **June**, 2014

Legal notification printed at larger size for affidavit.

The City of Wilmington will
receive sealed bids at the
Div. of Procurement &
Records, 5th Fl.,
Louis L. Redding Bldg.,
800 French St.,
Wilm., DE 19801 for:



**15023PW - GASOLINE /
HEATING OIL / DIESEL
FUEL**

Bid opening: Tuesday, Ju-
ly 8, 2014, at 3:00 p.m., in
the 5th Floor Finance Con-
ference Room, Louis L.
Redding City/County Build-
ing, 800 French Street,
Wilmington, DE 19801.

Specifications may be ob-
tained at the above ad-
s.

Philip Ceresini
Purchasing Agent II
Division of Procurement
and Records
Department of Finance

pceresini@WilmingtonDE.gov
www.WilmingtonDE.gov



CITY OF WILMINGTON, DELAWARE

SPECIFICATIONS FOR CONTRACT

GASOLINE / HEATING OIL / DIESEL FUEL

CONTRACT 15023PW

City of Wilmington
Department of Public Works
20 May 2014

INSTRUCTIONS TO BIDDERS

Bids on **City Contract 15023PW – GASOLINE / HEATING OIL / DIESEL FUEL** will be publicly opened and read aloud in the 5th Floor Finance Conference Room, Louis L. Redding City/County Building, 800 French Street, Wilmington, Delaware, on **TUESDAY, JULY 8, 2014, AT 3:00 p.m.**

2. Proposals must be in triplicate, sealed in an envelope, and the envelope endorsed "**Bid for City Contract 15023PW – GASOLINE / HEATING OIL / DIESEL FUEL**" and addressed to the Department of Finance, Division of Procurement and Records, 5th Floor, Louis L. Redding City/County Building, 800 French Street, Wilmington, Delaware.

3. Any bid may be withdrawn prior to the schedule time for opening of bids or authorized postponement thereof. No bid may be withdrawn within thirty (30) calendar days after the actual opening thereof.

4. The successful bidder will be required to have or obtain an appropriate business license from the Department of Finance, Revenue Division, City of Wilmington, in order to be awarded the contract. Before obtaining a City of Wilmington Business License, all applicants must show proof of a current State of Delaware Business License.

5. The corporation, the successful bidder shall furnish a certificate from the State where it is incorporated, stating that it is a subsisting corporation. The corporation shall also furnish one (1) original and two (2) copies of the excerpts of the corporate minutes, which grant authority to those who sign and attest the contract. The Corporate Seal shall be affixed where signatures are attested.

6. The successful bidder will be required to withhold City of Wilmington Wage Tax from their employees and withheld taxes paid to the City of Wilmington pursuant to the provisions of the Wilmington Wage Tax Law. This law applies to people living and/or working in the City of Wilmington.

7. The U.S. Department of Commerce monitors Procurement transaction made to minority business enterprises by City of Wilmington. The Minority Business Developments Agency's District Office reserves the right to contact the successful minority bidder and/or subcontractor to confirm any participation in the Procurement process.

8. The successful bidder certifies that they are not listed on the Federal Government, Excluded Parties List System (www.sam.gov). This will be verified by the City of Wilmington and if listed may be grounds for rejection of the bid or proposal.

9. Any person doing business or seeking to do business with the City shall abide by the following Global Sullivan Principles:

- A. Support universal human rights and particularly, those of employees, the communities within which you operate, and parties with whom you do business.
- B. Promote equal opportunity for employees at all levels of the company with respect to issues such as color, race, gender, age, ethnicity, or religious beliefs, and operate without unacceptable worker treatment such as the exploitation of children, physical punishment, female abuse, involuntary servitude, or other forms of abuse.
- C. Respect employee's voluntary freedom of association.
- D. Compensate employees to enable them to meet at least their basic needs and provide the opportunity to improve their skill and capability in order to raise their social and economic opportunities.

- E. Provide a safe and healthy workplace; protect human health and the environment; and promote sustainable development.
- F. Promote fair competition including respect for intellectual and other property rights, and not offer, pay, or accept bribes.
- G. Work with governments and communities in which you do business to improve the quality of life in those communities -- their educational, cultural, economic, and social well-being -- and seek to provide training and opportunities for workers from disadvantaged backgrounds.
- H. Promote the application of these principles by those with whom you do business.

10. **Award and Execution of Contract**

- A. **Consideration of Proposals.** After the proposals are opened and read, they will be compared on the basis of the summation of the products of the approximate quantities shown in the bid schedule by the unit bid prices, unless the proposals states a different basis for comparing bids. In the event of a discrepancy between unit bid prices and extensions, the unit bid price shall govern.

Before awarding the contract, a bidder may be required to show that he/she has the ability, experience, necessary equipment, experienced personnel, and financial resources to successfully carry out the work required by the contract.

The right is reserved to reject any and/or all proposals, to waive technicalities, to advertise for new proposals, or to proceed to do the work otherwise, if in the judgement of the department the best interest of the City will be promoted thereby.

- B. **Award of Contract.** The award of the contract, if it be awarded, must be within thirty (30) calendar days after the opening of proposals to the lowest responsible and qualified bidder whose proposal complies with all the requirements prescribed. The successful bidder will be notified by letter mailed to the address shown on his proposals that his bid has been accepted and has been awarded the contract.
- C. **Cancellation of Award.** The City reserves the right to cancel the award of any contract at any time before the execution of said contract by all parties without any liability against the City.
- D. **Right to Audit.** The City Auditor or his designee shall have the right to audit the contract and any books, documents, or records relating thereto.

THIS CONTRACT DOES NOT REQUIRE A BID BOND OR PERFORMANCE BOND.

**CITY OF WILMINGTON
DEPARTMENT OF PUBLIC WORKS
GASOLINE, HEATING OIL AND DIESEL FUEL
Contract 15023PW**

SPECIFICATIONS:

Petroleum products sold to the City of Wilmington under the Terms and Conditions of this contract will be tested according to the procedures and specifications outlined below:

Gasoline to conform to the ASTM Designation D439-79 or most current revision thereof: the antiknock requirement for gasoline shall be as follows:

Antiknock Index	Ethanol Content /Gal.
Minimum	Maximum
87.0 octane	15%

Heating Oil to conform to the ASTM Designation for #2 Heating Oil, D396 or most current revision. The heating oil shall also comply with the requirement of 2,000 PPM maximum content of sulfur.

Diesel Fuel to conform to the ASTM designation D975 or most current revision for ULSD (12-15 PPM of Sulfur). Suppliers and their sources are prohibited from adulterating the fuel with reclaimed or waste products of any type. The fuel is to be completely distilled materials. That is, the fuel should show at least 98 percent of volume recovery when subjected to ASTM D-86 (or latest version) distillation. Fuel is to meet VVF-800 (grades DF-1 and DF-2) and ASTM Designation D-975. Fuel is to be clean and free of contamination of any kind. The cetane number rating must be a minimum of 40 and the final boiling point is to be 675 degrees Fahrenheit.

TERM:

The term of this contract shall be in effect from the day this contract is accepted to June 30, 2015. The City of Wilmington maintains the option to extend this contract for two (2) additional periods of one (1) year each which will run from July 1st until June 30th. Terms and conditions of the contract must remain the same. The City will give 60 days advanced written notice if the contract is to be extended.

PRICING METHOD:

For all fuel products the bidder must complete the proposal form at the end of this document. The delivered price per gallon of Gasoline / Heating Oil / Diesel Fuel will be calculated for each product as follows: the daily OPIS Contract Low Rack price for Philadelphia, PA at 10:00 a.m. for the day of delivery plus the delivery fee (fixed for the term of the contract) from the proposal form. The City of Wilmington is exempt from Federal and State excise taxes. Additional charges to appear separately on the invoice are:

Federal Leaking Underground Storage Tank (LUST) Fee
Federal Oil Spill Recovery Fee
Delaware Hazard Substance Clean

A copy of the May 8, 2014 OPIS Contract Report is attached to this document for reference as Attachment A. Additionally, the base price on the proposal form is derived from the May 8, 2014 report. The prices on the proposal form are for comparison only. Invoiced pricing will fluctuate as detailed above.

ESTIMATED QUANTITIES:

The quantities stated in the attached proposal forms are used as basis of comparison of bids. Actual quantities purchased will be governed by need. The City reserves the right to change, add, or delete delivery locations within the City limits as needed.

TAXES:

The price quoted on all products shall be exempt from Federal, State, or local taxes. Tax exempt certificates will be supplied to the successful bidder(s) (license #21131)

GENERAL:

All Items of this specification shall meet or exceed Federal and /or State regulations with reference to air, water, storage, and pollution regulations. The initial term of this contract will be from date of signed contract to **June 30, 2015** with possible extensions as described above.

DELIVERY:

Delivery shall be made to the tanks at several locations, Monday through Friday, between 6:00 a.m. and 6:00 p.m., and anytime when requested for an emergency delivery. When verbally ordered, normal delivery shall be made within 24 hours of receipt of the order.

The successful bidder shall supply a toll-free number where such orders may be placed. Should the successful bidder fail to make delivery of the fuel oil and the diesel or heating oil systems run out of fuel, he shall be liable for all the expenses for the repairs and maintenance to the equipment, including the expense of resetting the pumps restoring burners, cleaning nozzles, and ignition systems. Upon failure to deliver as requested, the City may at their discretion, arrange for another source of fuel oil and the vendor shall be liable for reimbursement to the City for any increase in costs resulting there from.

Emergency deliveries may be requested and an after-hours delivery charge is to be entered on proposal sheet for this purpose.

Should any fuel delivered prove not to meet the specified standards, the successful bidder shall remove such fuel, replace with specified fuel, and bear the costs of the task. The successful bidder shall remove condensate and other foreign heavy material from the tanks as required, at no additional cost.

METERED DELIVERIES:

All fuel deliveries must be made by trucks equipped with a meter and printed tickets. The printed tickets must indicate readings before and after loading into storage tanks. Copies of the associated delivery tickets are to be sent with the invoices.

AUTOMATIC DELIVERIES:

The Successful Bidder must make automatic deliveries as required based on automatically faxed tank levels supplied daily by the City's Veeder Root System and the future deliveries are to be confirmed in advance with the City's designate by email (designate to be determined at bid award). Successful bidder shall supply a coordinating company contact individual to receive the subject City's tank level faxes. The automatic deliveries pertain to both the Brandywine 16th St Pumping Station location and 1450 New York Ave. fuel site at present but may include other locations later at the discretion of the City. Bidder must take exception to this requirement, if compliance is not expected.

INVOICES:

Vendor shall issue a separate invoice for each location and delivery. Delivery location and purchase order number must show on each invoice along with a copy of delivery sheet and daily OPIS rack price listing used for that day. Invoices, OPIS, and copy of the delivery sheet are to be sent to the Finance Department, Accounts Payable via email to: accountspayable@wilmingtonde.gov and khinkle@wilmingtonde.gov The invoiced quantity of any delivery must match the corresponding delivered quantity as shown on the metered delivery sheet for that delivery. If the quantities of product, OPIS Contract Low Rack Price Sheet, and delivery ticket do not match, the invoice will be held up for payment until reconciliation is made.

DELIVERY LOCATIONS

GASOLINE SMALL TANK 5000 GALLONS OR LESS

Public Safety Building One

300 N Walnut Street

One (1) 3,000 gallon tank (in-ground)

Fire Department:

Old Swedes Landing Road

At foot of East 4th Street Bridge

One (1) -500 gallon tank (Skid Tank, above ground)

GASOLINE LARGE TANK 5001 GALLONS OR MORE

Motor Vehicle Division: (Supervisor – Marlyn Dietz or designate at 302-420-4311)

Public Works Yard at the City's Municipal Complex 1450 New York Ave.

(Enter through gate at 500 Wilmington Ave.) **Gate access code required**

One (1) 10,000 gal, above-ground tank

One (1) 12,000 gal, above-ground tank

HEATING OIL #2 SMALL TANKS 5000 GALLONS OR LESS

Porter Gatehouse

2052 E. Park Drive

One (1) 275 Gallon, above ground, 2000 PPM heating oil tank.

Porter Filter Plant

2052 E. Park Drive

One (1) – 15 PPM ULSD heating oil, above-ground, 5,000 gallon tank

HEATING OIL #2 LARGE TANKS 5001 GALLONS OR MORE

Water Department: (Supervisor – Joe Dellose at 302-576-5461)

Brandywine Plant

16th & French Streets

One (1) 10,000 gallon, vaulted underground storage tank, 2000 PPM heating oil (automatic delivery)

DIESEL FUEL #2 SMALL TANKS & GENERATORS 5000 GALLONS OR LESS

Public Works Department: (Supervisor – Sam Baise at 302-420-8602)

Public Works Yard at the City's Municipal Complex 1450 New York Ave.

(Enter through gate at 500 Wilmington Ave.) **Gate access code required**

Two (2) – ULSD, 500 gal., above- ground tanks (emergency generator tanks)

Water Department: (Supervisor – Joe Dellose at 302-576-5461)

Porter Filter Plant electrical substation – 2052 E. Park Drive, 19803

One (1) – ULSD, above-ground, 1,200 gallon tank

Porter Filter Plant - Alapocas pump Station – 2052 E. Park Drive, 19803

One (1) – ULSD, 500 gallon tank, above-ground

Kennett Pike – 1125 DuPont Road, 19807

One (1) ULSD, 100 gallon, above ground tank

Hillcrest Pump Station, 503 Hillcrest Avenue, 19809

One (1) ULSD, 100 Gallon, above ground tank

New Castle Pump Station, 4125 New Castle Avenue, 19720

One (1) ULSD, 75 gallon, above ground tank

Cool Springs Station at Gate House, 1001 Van Buren Streets, 19806

One (1) 2,000 PPM ULSD, 1,000 gallon, in-ground tank

Fire Department: (Supervisor – Chief Michael Donohue or designate at 302-576-3151)

Station #3
At 30th and Northeast Blvd.
One (1) ULSD, 550 gallon, in-ground tank

Fire Boat
Old Swedes Landing Road
At foot of East 4th Street Bridge
One (1) ULSD 5,000 gallon, tank located on boat at dock

Station #1
At 2nd and West St.
One (1) ULSD, 3,000 gallon, above ground tank

Police Athletic League Building: (Supervisor - George Giles or designate at 302-576-3914)
3707 N Market Street
One (1) ULSD, 500 Gallon above-ground tank

William Hick Anderson Community Center (contact –Ed Johnson (302-571-4266)
501 Madison Street

DIESEL FUEL #2 LARGE TANKS (5001 to 15000 gallons Tank)

Motor Vehicle Division: (Supervisor – Marlyn Dietz or designate at 302-420-4311)

Public Works Yard at the City's Municipal Complex 1450 New York Ave.
(Enter through gate at 500 Wilmington Ave.) **Gate access code required**
Two (2) 6,000 gallon ULSD, above ground, manifolded tanks (automatic delivery)

Site Visits:

Bidders may make arrangements with site supervisors to visit the tank locations before bidding. Questions related to the bids must go to Phil Ceresini, City of Wilmington Purchasing Department via email at pceresini@wilmingtonde.gov .

Questions will not be accepted within one (1) week of bid opening date.

**The City retains the right to split the award of each item to separate bidders.
The City also reserves the right to change or add, delivery locations within the City limits as needed during the term of this contract.**

EXCEPTIONS:

Any exceptions submitted to these specifications and attachments must be submitted by the bidder on company letterhead and enclosed with the bid.

**PROPOSAL FORM
CONTRACT 15023PW
GASOLINE / HEATING OIL / DIESEL FUEL**

Your City of Wilmington Business License is _____.

This proposal is submitted with the knowledge that the Department of Finance, Division of Procurement and Records, reserve the right to reject any and all proposals when, and in its judgment, and is in the best interest of the City of Wilmington to do so.

We, the undersigned, hereby agree to furnish and deliver per the specifications, the items listed below to the City of Wilmington, at various locations between start of contract through June 30, 2015, with possible extensions as described above.

THE CITY RESERVES THE RIGHT TO SPLIT THE AWARD TO MULTIPLE VENDORS.

Gasoline Small Tank 5000 Gallons or Less:

Approximately 20,000 gallons of UNLEADED REGULAR, delivered F.O.B. to locations in Wilmington, Delaware as delivered by **wagon load.**

Estimated Gallons	20,000
OPIS Low Rack (May 8, 2014)	\$2.8499
Quoted Delivery Fee per gallon	_____
Delivered Cost per gallon	_____ (OPIS plus Quoted Delivery Fee)
Total Cost for 20,000 gallons	_____ (Delivered Cost Gallon, multiplied by gallons)

**PROPOSAL FORM
CONTRACT 15023PW
GASOLINE / HEATING OIL / DIESEL FUEL**

Gasoline Large Tank 5001 Gallons or More:

Approximately 325,000 gallons of UNLEADED REGULAR, delivered F.O.B. to locations in Wilmington, Delaware as delivered by **tanker load**.

Estimated Gallons	325,000
OPIS Low Rack (May 8, 2014)	\$2.8499
Quoted Delivery Fee per gallon	_____
Delivered Cost per gallon	_____ (OPIS plus Quoted Delivery Fee)
Total Cost for 325,000 gallons	_____ (Delivered Cost Gallon, multiplied by gallons)

Heating Oil Small Tank 5000 Gallons or Less:

Approximately 50,000 gallons of HEATING OIL, ULSD, delivered F.O.B. to locations in Wilmington, Delaware as delivered by **wagon load**.

Estimated Gallons	50,000
OPIS Low Rack (May 8, 2014)	2.9816
Quoted Delivery Fee per gallon	_____
Delivered Cost per gallon	_____ (OPIS plus Quoted Delivery Fee)
Total Cost for 50,000 gallons	_____ (Delivered Cost Gallon, multiplied by gallons)

**PROPOSAL FORM
CONTRACT 15023PW
GASOLINE / HEATING OIL / DIESEL FUEL**

Heating Oil Large Tank 5001 Gallons or More:

Approximately 50,000 gallons of HEATING OIL, #2, delivered F.O.B. to locations in Wilmington, Delaware as delivered by **tanker load**.

Estimated Gallons	50,000
OPIS Low Rack (May 8, 2014)	\$2.8975
Quoted Delivery Fee per gallon	_____
Delivered Cost per gallon	_____ (OPIS plus Quoted Delivery Fee)
Total Cost for 50,000 gallons	_____ (Delivered Cost Gallon, multiplied by gallons)

Diesel Fuel Small Tank 5000 Gallons or Less:

Approximately 25,000 gallons of Diesel Fuel, USLD, delivered F.O.B. to locations in Wilmington, Delaware as delivered by **wagon load**.

Estimated Gallons	25,000
OPIS Low Rack (May 8, 2014)	\$2.9645
Quoted Delivery Fee per gallon	_____
Delivered Cost per gallon	_____ (OPIS plus Quoted Delivery Fee)
Total Cost for 25,000 gallons	_____ (Delivered Cost Gallon, multiplied by gallons)

**PROPOSAL FORM
CONTRACT 15023PW
GASOLINE / HEATING OIL / DIESEL FUEL**

Diesel Fuel Small Tank 5000 Gallons or Less:

Approximately 25,000 gallons of Diesel Fuel, USLD, RED DYE delivered F.O.B. to locations

in Wilmington, Delaware as delivered by wagon load.

Estimated Gallons	25,000
OPIS Low Rack (May 8, 2014)	\$2.969
Quoted Delivery Fee per gallon	_____
Delivered Cost per gallon	_____ (OPIS plus Quoted Delivery Fee)
Total Cost for 25,000 gallons	_____ (Delivered Cost Gallon, multiplied by gallons)

Diesel Fuel Large Tank 5001 Gallons or More:

Approximately 165,000 gallons of Diesel Fuel, USLD, delivered F.O.B. to locations in Wilmington, Delaware as delivered by tanker load.

Estimated Gallons	165,000
OPIS Low Rack (May 8, 2014)	\$2.9645
Quoted Delivery Fee per gallon	_____
Delivered Cost per gallon	_____ (OPIS plus Quoted Delivery Fee)
Total Cost for 165,000 gallons	_____ (Delivered Cost Gallon, multiplied by gallons)

**PROPOSAL FORM
CONTRACT 15023PW
GASOLINE / HEATING OIL / DIESEL FUEL**

Grand Total: _____
(Total of all above sections)

FIRM: _____
Corporation / Partnership / Individual

PER: _____
Name (Typed or Printed)

TITLE: _____

SIGNATURE: _____

ADDRESS: _____

CITY, STATE ZIP: _____

PHONE: _____

FAX: _____

EMAIL: _____

FED TAX ID: _____

AUTOMATIC DELIVERY CONTACT NAME & TEL #: _____

Attachment A

PHILADELPHIA, PA

2014-05-08 10:00:12 EDT

OPIS CONTRACT BENCHMARK FILE

OPIS GROSS RFG ETHANOL(10%) PRICES

	Terms	Unl	Move	Mid	Move	Pre	Move	Date	Time
PESRM	u N-10	284.99	+ 4.18	292.61	+ 4.00	307.77	+ 3.64	05/07	18:00
AmerGreen	b N-10	288.75	- 8.91	298.45	+ .49	312.02	+ 1.49	05/07	17:00
Global	u 1-10	289.90	+ 2.83	295.45	+ .70	310.61	+ .21	05/08	00:01
Buckeye	u 1-10	290.00	- 9.00	299.80	+ .50	313.50	+ 1.50	05/07	17:00
Valero	u N-10	290.80	+ .90	299.80	+ .90	313.30	+ .90	05/07	18:00
Sprague	u Net	291.15	- 5.70	300.91	- 2.46	309.55	- 4.95	05/07	18:00
BP	b 1-10	291.92	+ 2.29	301.52	+ 2.29	325.72	+ 2.29	05/07	18:00
Valero	b 1-10	293.25	+ .75	301.75	+ .75	322.00	+ .75	05/07	18:00
XOM	b 1-10	294.00	+ 1.75	303.00	+ 1.75	327.00	+ 1.75	05/07	19:00
Shell	b 1-10	294.80	+ 3.74	303.31	+ 3.73	328.42	+ 3.73	05/07	18:00
Citgo	b 1-10	295.10	+ 3.20	304.95	+ 3.20	325.20	+ 3.20	05/07	18:00
Coastal	b 1-10	295.37	+ 3.83	305.37	+ 3.83	328.80	+ 3.83	05/07	18:00
Sunoco	b 1-10	295.62	+ 3.83	305.62	+ 3.83	329.05	+ 3.83	05/07	18:00
Gulf	b 1-10	296.50	+ 4.50	306.50	+ 4.50	328.00	+ 4.50	05/07	18:00
Petrocom	u Net	300.70o	+ 2.00	-- --	-- --	297.37o	+ .00	05/07	19:00
S.R. & M.	u 1-10	304.82	+ 4.02	314.32	+ 4.02	334.82	+ 4.02	05/07	18:00
GULF-GIE	u Net	313.35	+ 4.50	319.15	+ 3.90	344.25	+ 2.80	05/07	18:00
PBF Energy	u Net	321.70	+ 1.15	327.50	+ .82	336.19	+ .32	05/07	18:00
LOW RACK		284.99		292.61		307.77			
HIGH RACK		321.70		327.50		344.25			
RACK AVG		296.00		304.71		323.31			
OPIS GULF COAST SPOT MEAN - 05/07									
FOB COLONIAL		272.070		-- --		-- --			
OPIS GULF COAST DELIVERED SPOT (SRI) MAIN									
FOB PHILADELPHIA		282.76		286.45		291.99			
OPIS LAUREL DELIVERED SPOT (SRI)									
FOB PHILADELPHIA		286.34		292.10		300.74			
OPIS NYH BARGE DELIVERED SPOT (SRI)									
FOB PHILADELPHIA		287.34		293.10		301.74			
BRD LOW RACK		288.75		298.45		312.02			
BRD HIGH RACK		296.50		306.50		329.05			
BRD RACK AVG		293.92		303.39		325.13			
UBD LOW RACK		284.99		292.61		307.77			
UBD HIGH RACK		321.70		327.50		344.25			
UBD RACK AVG		298.34		306.19		321.25			
CONT AVG-05/08		296.00		304.71		323.31			
CONT LOW-05/08		284.99		292.61		307.77			
CONT HIGH-05/08		321.70		327.50		344.25			

o=out of product

PHILADELPHIA, PA-NJ

LOW RETAIL	338.30
AVG RETAIL	368.50
LOW RETAIL EX-TAX	305.16
AVG RETAIL EX-TAX	317.03

Attachment A

PHILADELPHIA, PA

2014-05-08 10:00:12 EDT

OPIS CONTRACT BENCHMARK FILE

OPIS GROSS ULTRA LOW SULFUR DISTILLATE PRICES

	Terms	No.2	Move	No.1	Move	Pre	Move	Move	Date	Time
Petrocom	u Net	296.45	+ .60	-- --	-- --	-- --	-- --	-- --	05/07	19:00
PESRM	u N-10	297.26	+ 3.73	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Valero	u N-10	297.60	+ 3.50	-- --	-- --	-- --	-- --	-- --	05/07	18:00
DuckIslnd	u N-10	298.30	+ 3.80	-- --	-- --	299.90	+ 3.80	-- --	05/07	16:01
AmerGreen	b N-10	300.14	+ 3.96	-- --	-- --	301.64	+ 3.96	-- --	05/07	17:00
Buckeye	u 1-10	301.50	+ 4.00	-- --	-- --	303.50	+ 3.50	-- --	05/07	17:00
BP	b 1-10	302.95	+ 2.99	-- --	-- --	-- --	-- --	-- --	05/07	18:00
S.R. & M.	u 1-10	302.99	+ 3.63	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Coastal	b 1-10	303.49	+ 3.63	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Sunoco	b 1-10	303.49	+ 3.63	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Sprague	u 1-10	303.84	+ 4.00	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Global	u 1-10	303.88	+ 3.70	-- --	-- --	303.08	+ .40	-- --	05/07	18:00
PBFEnergy	u Net	312.25	+ 3.36	-- --	-- --	-- --	-- --	-- --	05/07	18:00
LOW RACK		296.45		-- --		299.90				
HIGH RACK		312.25		-- --		303.50				
RACK AVG		301.86		-- --		302.03				
OPIS GULF COAST SPOT MEAN - 05/07										
FOB COLONIAL		290.925		-- --		290.925				
OPIS GULF COAST DELIVERED SPOT (SRI) MAIN										
FOB PHILADELPHIA		296.15		-- --		298.40				
OPIS LAUREL DELIVERED SPOT (SRI)										
FOB PHILADELPHIA		291.45		-- --		293.70				
OPIS NYH BARGE DELIVERED SPOT (SRI)										
FOB PHILADELPHIA		294.95		-- --		297.20				
BRD LOW RACK		300.14		-- --		301.64				
BRD HIGH RACK		303.49		-- --		301.64				
BRD RACK AVG		302.52		-- --		301.64				
UBD LOW RACK		296.45		-- --		299.90				
UBD HIGH RACK		312.25		-- --		303.50				
UBD RACK AVG		301.56		-- --		302.16				
CONT AVG-05/08		301.86		-- --		302.03				
CONT LOW-05/08		296.45		-- --		299.90				
CONT HIGH-05/08		312.25		-- --		303.50				

Attachment A

PHILADELPHIA, PA

2014-05-08 10:00:12 EDT

OPIS CONTRACT BENCHMARK FILE

OPIS GROSS ULTRA LOW SULFUR RED DYE DISTILLATE PRICES

	Terms	No.2	Move	No.1	Move	Pre	Move	Move	Date	Time
Petrocom	u Net	296.90	+ .05	-- --	-- --	-- --	-- --	-- --	05/07	19:00
PESRM	u N-10	297.66	+ 3.73	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Valero	u N-10	298.10	+ 3.50	-- --	-- --	-- --	-- --	-- --	05/07	18:00
DuckIsInd	u N-10	298.80	+ 3.80	-- --	-- --	300.40	+ 3.80	-- --	05/07	16:01
AmerGreen	b N-10	300.64	+ 3.96	-- --	-- --	302.14	+ 3.96	-- --	05/07	17:00
Buckeye	u 1-10	302.00	+ 4.00	-- --	-- --	304.00	+ 3.50	-- --	05/07	17:00
S.R.& M.	u 1-10	303.14	+ 3.63	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Coastal	b 1-10	303.64	+ 3.63	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Sunoco	b 1-10	303.64	+ 3.63	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Global	u 1-10	304.38	+ 3.70	-- --	-- --	-- --	-- --	-- --	05/07	18:00
PBFEnergy	u Net	313.29	+ 3.49	-- --	-- --	-- --	-- --	-- --	05/07	18:00
Petrolube	u N-15	317.93	+ 3.80	-- --	-- --	-- --	-- --	-- --	05/08	00:01
LOW RACK		296.90		-- --		300.40				
HIGH RACK		317.93		-- --		304.00				
RACK AVG		303.34		-- --		302.18				
OPIS GULF COAST DELIVERED SPOT (SRI) MAIN										
FOB PHILADELPHIA		296.50		-- --		298.75				
OPIS LAUREL DELIVERED SPOT (SRI)										
FOB PHILADELPHIA		291.80		-- --		294.05				
OPIS NYH BARGE DELIVERED SPOT (SRI)										
FOB PHILADELPHIA		295.30		-- --		297.55				
BRD LOW RACK		300.64		-- --		302.14				
BRD HIGH RACK		303.64		-- --		302.14				
BRD RACK AVG		302.64		-- --		302.14				
UBD LOW RACK		296.90		-- --		300.40				
UBD HIGH RACK		317.93		-- --		304.00				
UBD RACK AVG		303.58		-- --		302.20				
CONT AVG-05/08		303.34		-- --		302.18				
CONT LOW-05/08		296.90		-- --		300.40				
CONT HIGH-05/08		317.93		-- --		304.00				

Attachment A

PHILADELPHIA, PA

2014-05-08 10:00:12 EDT

OPIS CONTRACT BENCHMARK FILE

OPIS GROSS ULTRA LOW SULFUR HEATING OIL DISTILLATE PRICES

	Terms	HEAT	Move	RD	Move	Date	Time
PESRM	u N-10	298.16	+ 3.73	-- --	-- --	05/07	18:00
S.R. & M.	u 1-10	303.14	+ 3.63	-- --	-- --	05/07	18:00
Coastal	b 1-10	303.64	+ 3.63	-- --	-- --	05/07	18:00
Sunoco	b 1-10	303.64	+ 3.63	-- --	-- --	05/07	18:00
LOW RACK		298.16		-- --			
HIGH RACK		303.64		-- --			
RACK AVG		302.15		-- --			
BRD LOW RACK		303.64		-- --			
BRD HIGH RACK		303.64		-- --			
BRD RACK AVG		303.64		-- --			
UBD LOW RACK		298.16		-- --			
UBD HIGH RACK		303.14		-- --			
UBD RACK AVG		300.65		-- --			
CONT AVG-05/08		302.15		-- --			
CONT LOW-05/08		298.16		-- --			
CONT HIGH-05/08		303.64		-- --			

PHILADELPHIA, PA

2014-05-08 10:00:12 EDT

OPIS CONTRACT BENCHMARK FILE

OPIS GROSS ULTRA LOW SULFUR WINTER DISTILLATE PRICES

	Terms	No.2	Move	No.1	Move	Pre	Move	Date	Time
PESRM	u N-10	297.66	+ 3.73	-- --	-- --	-- --	-- --	05/07	18:00
AmerGreen	b N-10	303.14	+ 3.96	-- --	-- --	-- --	-- --	05/07	17:00
S.R. & M.	u 1-10	304.69	+ 3.63	-- --	-- --	-- --	-- --	05/07	18:00
Coastal	b 1-10	305.19	+ 3.63	-- --	-- --	-- --	-- --	05/07	18:00
Sunoco	b 1-10	305.19	+ 3.63	-- --	-- --	-- --	-- --	05/07	18:00
BP	b 1-10	305.95	+ 2.99	-- --	-- --	-- --	-- --	05/07	18:00
LOW RACK		297.66		-- --		-- --			
HIGH RACK		305.95		-- --		-- --			
RACK AVG		303.64		-- --		-- --			
OPIS GULF COAST DELIVERED SPOT (SRI) MAIN									
FOB PHILADELPHIA		296.15		-- --		-- --			
OPIS LAUREL DELIVERED SPOT (SRI)									
FOB PHILADELPHIA		291.45		-- --		-- --			
OPIS NYH BARGE DELIVERED SPOT (SRI)									
FOB PHILADELPHIA		294.95		-- --		-- --			
BRD LOW RACK		303.14		-- --		-- --			
BRD HIGH RACK		305.95		-- --		-- --			
BRD RACK AVG		304.87		-- --		-- --			
UBD LOW RACK		297.66		-- --		-- --			
UBD HIGH RACK		304.69		-- --		-- --			
UBD RACK AVG		301.18		-- --		-- --			
CONT AVG-05/08		303.64		-- --		-- --			
CONT LOW-05/08		297.66		-- --		-- --			
CONT HIGH-05/08		305.95		-- --		-- --			

Attachment A

PHILADELPHIA, PA

2014-05-08 10:00:12 EDT

OPIS CONTRACT BENCHMARK FILE

OPIS GROSS ULTRA LOW SULFUR RED DYE WINTER DISTILLATE PRICES

	Terms	No.2	Move	No.1	Move	Pre	Move	Date	Time
PESRM	u N-10	298.05	+ 3.73	-- --	-- --	-- --	-- --	05/07	18:00
AmerGreen	b N-10	303.64	+ 3.96	-- --	-- --	-- --	-- --	05/07	17:00
S.R. & M.	u 1-10	304.84	+ 3.63	-- --	-- --	-- --	-- --	05/07	18:00
Coastal	b 1-10	305.34	+ 3.63	-- --	-- --	-- --	-- --	05/07	18:00
Sunoco	b 1-10	305.34	+ 3.63	-- --	-- --	-- --	-- --	05/07	18:00
LOW RACK		298.05		-- --		-- --			
HIGH RACK		305.34		-- --		-- --			
RACK AVG		303.44		-- --		-- --			
OPIS GULF COAST DELIVERED SPOT (SRI) MAIN									
FOB PHILADELPHIA		296.50		-- --		-- --			
OPIS LAUREL DELIVERED SPOT (SRI)									
FOB PHILADELPHIA		291.80		-- --		-- --			
OPIS NYH BARGE DELIVERED SPOT (SRI)									
FOB PHILADELPHIA		295.30		-- --		-- --			
BRD LOW RACK		303.64		-- --		-- --			
BRD HIGH RACK		305.34		-- --		-- --			
BRD RACK AVG		304.77		-- --		-- --			
UBD LOW RACK		298.05		-- --		-- --			
UBD HIGH RACK		304.84		-- --		-- --			
UBD RACK AVG		301.45		-- --		-- --			
CONT AVG-05/08		303.44		-- --		-- --			
CONT LOW-05/08		298.05		-- --		-- --			
CONT HIGH-05/08		305.34		-- --		-- --			

PHILADELPHIA, PA

2014-05-08 10:00:12 EDT

OPIS CONTRACT BENCHMARK FILE

OPIS GROSS NO. 2 DISTILLATE PRICES

	Terms	No.2 LS	Move	No.2 LS RD	Move	No.2 HS	Move	Date	Time
Petrocom	u Net	-- --	-- --	-- --	-- --	289.75	+ .90	05/07	19:00
PBF Energy	u Net	-- --	-- --	-- --	-- --	291.56	+ 3.99	05/07	18:00
AmerGreen	b N-10	-- --	-- --	-- --	-- --	291.72	+ 3.96	05/07	17:00
DuckIsland	u N-10	-- --	-- --	-- --	-- --	292.00	+ 4.00	05/07	16:01
Buckeye	u 1-10	-- --	-- --	-- --	-- --	293.00	+ 4.00	05/07	17:00
S.R. & M.	u 1-10	-- --	-- --	-- --	-- --	293.52	+ 1.58	05/07	18:00
Global	u 1-10	-- --	-- --	-- --	-- --	293.84	+ 4.12	05/07	18:00
Sunoco	b 1-10	-- --	-- --	-- --	-- --	294.02	+ 1.58	05/07	18:00
Petrolube	u 1-10	-- --	-- --	-- --	-- --	297.93	+ 5.28	05/08	00:01
PESRM	u N-10	-- --	-- --	-- --	-- --	314.09	- 2.35	05/07	18:00
LOW RACK		-- --		-- --		289.75			
HIGH RACK		-- --		-- --		297.93			
RACK AVG		-- --		-- --		293.04			
OPIS GULF COAST DELIVERED SPOT (SRI) MAIN									
FOB PHILADELPHIA		-- --		-- --		285.60			
OPIS LAUREL DELIVERED SPOT (SRI)									
FOB PHILADELPHIA		-- --		-- --		287.45			
OPIS NYH BARGE DELIVERED SPOT (SRI)									
FOB PHILADELPHIA		-- --		-- --		287.45			
BRD LOW RACK		-- --		-- --		291.72			
BRD HIGH RACK		-- --		-- --		294.02			
BRD RACK AVG		-- --		-- --		292.87			
UBD LOW RACK		-- --		-- --		289.75			
UBD HIGH RACK		-- --		-- --		297.93			
UBD RACK AVG		-- --		-- --		293.09			
CONT AVG-05/08		-- --		-- --		293.04			
CONT LOW-05/08		-- --		-- --		289.75			
CONT HIGH-05/08		-- --		-- --		297.93			

o=out of product

OPIS-5



**City of Wilmington, Delaware
Gasoline / Heating Oil / Diesel Fuel
Contract 15023PW**

**Department of Finance
Division of Procurement and Records
5th Floor
Louis L. Redding City/County Building
800 French Street
Wilmington, Delaware**

Bid Due Date: July 8th, 2014 at 3:00 P.M.



P.O. BOX 7200 • RICHMOND, VIRGINIA • 23221-0200 • 804-358-9000

July 8th, 2014

Contract 15023PW

James River Solutions is pleased to provide this proposal in response to the City of Wilmington's solicitation for Gasoline, Heating Oil, and Diesel Fuel.

James River Solutions strives to provide customized solutions to meet the needs of its municipal, state, and federal customers in an ever changing energy market, one in which rising energy costs challenge our customer's energy budgets. Market research and communication, ongoing education, and frequent product updates are the core elements of our approach.

Many entities today are fixated more on saving a penny per gallon on fuel costs than on effectively managing the overall costs associated with their energy needs. This is where James River Solutions can help. We are a wholly-owned subsidiary of James River Petroleum, which focuses on retail operations and wholesale fuel service to hundreds of commercial fuel users across the United States. We have more than 30 years of industry experience and are headquartered just north of Richmond, Virginia in Ashland.

We endeavor to exceed the expectations presented in this proposal. Please review the enclosed materials and contact Tracy Little or Bridget Bailey at 804-358-9000 to further discuss how we may help you effectively meet your fueling needs.

Again, thank you for the opportunity to respond to your bid.

Sincerely,

Tracy G. Little, President
James River Solutions



P.O. BOX 7200 • RICHMOND, VIRGINIA • 23221-0200 • 804-358-9000

James River Solutions Overview

James River Solutions was founded by Tracy G. Little in 2006 as a wholly owned subsidiary of James River Petroleum serving government sectors and institutions. James River Solutions is SWaM (Small, Women, and Minority) certified with Tracy Little as President and majority owner. We are also a qualified HUB zone company (Historically Underutilized Business).

We can incorporate technology, education, and an understanding of your entity's needs to meet your petroleum needs. This could be through a combination of our e Card program, Fixed Pricing, Mobile Fueling, Bulk Delivery Services, and many more. At the core of our approach is providing a customized solution to meet each customer's needs.

In an ever-changing market, James River Solutions works closely with government entities to understand alternative fuel options such as biodiesel and ethanol products. We also provide educational workshops on mandated fuel specification updates to educate and inform clients on the latest technology and energy issues.

We can incorporate technology to help with fuel reporting, leading to a reduction in administrative costs. We can help broaden your overall knowledge of today's current energy market so you can make more informed decisions about your purchases. James River Solutions specializes as a full service fuel vendor for you and your government entity.

Experience:

James River has over 20 years of experience providing strategic bulk fueling deliveries by transport truck or tankwagon to your locations. We have national agreements with major suppliers at terminals across the country. We can facilitate deliveries quickly, efficiently, and safely. We provide automatic or will-call scheduling options to fit your operational needs. James River will work with you to optimize your delivery schedules and to help you meet your budgetary restrictions and concerns as best as possible.

Key Personnel:

Tracy Little, President

Tracy Little founded James River Solutions in 2006 as a full-service fuel provider with a focus on serving government entities across the United States. She has created significant sales through her balanced management approach and personal sales ability to be a significant force in the petroleum industry. This forward convergence has netted an impressive array of clientele to James River that include: The

Commonwealth of Virginia (including over 100 state entities), The State of South Carolina, Owens & Minor, and Performance Food Group.

Barbara Tainter, CFO

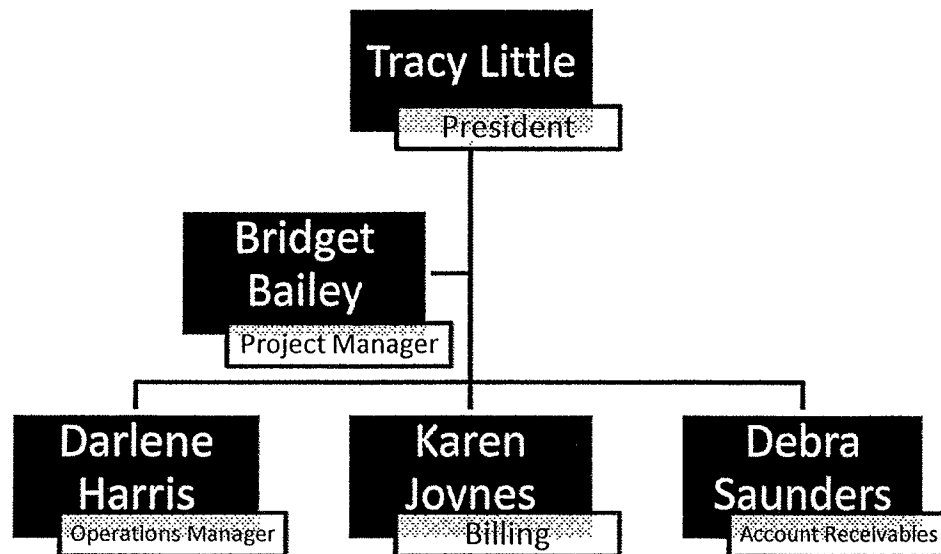
Barbara Tainter is the newest member of the senior management team. She brings over 25 years of progressive management experience with the most recent 10 years in the petroleum industry. Her resume includes CFO for Entech (Rancho Cucamonga, CA); Controller for The Rouse Company (St. Louis, MO and San Antonio, TX); Tax Accountant Deloitte, Haskins & Sells (St. Louis, MO); and Accountant for LaSalle Partners (Chicago, IL). Ms. Tainter was CFO as well as sat of the Board of Directors for Orange Line Oil Company (Pomona, CA).

Barbara holds double B.S. degrees from Roosevelt University in Chicago, IL in both Accounting and Computer Science. She also attended John Marshall Law School. Barbara's focus on improving daily processes has garnered business efficiencies in every facet of James River.

Bridget Bailey, Project Manager

Bridget started her career at James River after finishing a Graduate Health Science Certificate Program at Virginia Commonwealth University. She attended the University of Virginia and graduated in May 2012 with a B.S. in Biochemistry. She strives to achieve and exceed the expectations set by each customer and those relayed in the bid with constant communication, reporting, and cost effective solutions. She will be dedicated to ensuring all your needs are met.

Our Team:

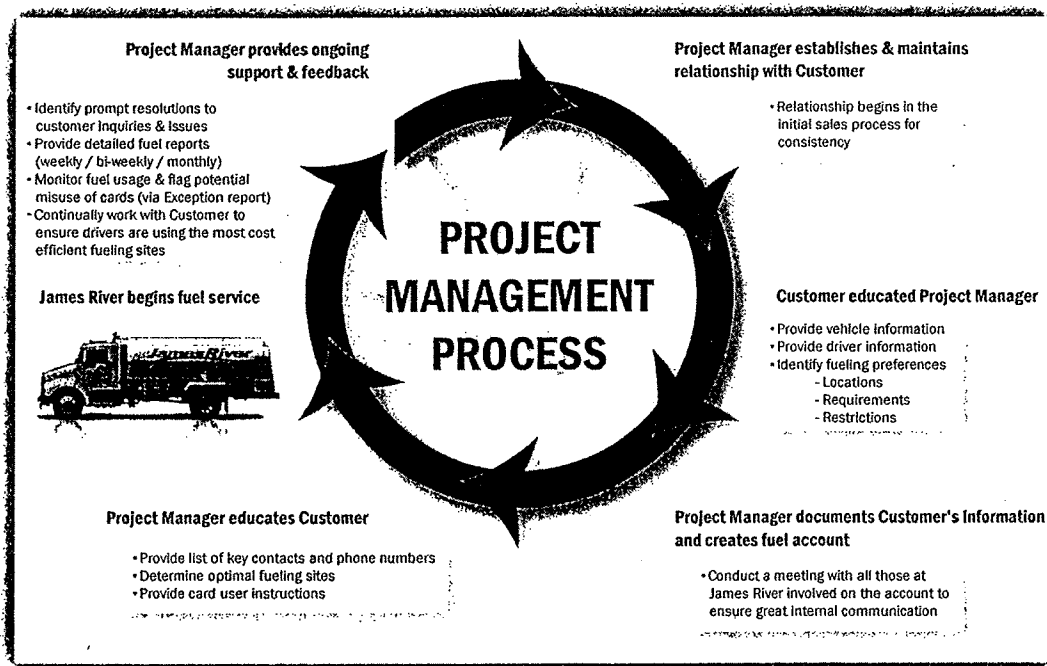


Project Management Methodology

James River Petroleum is dedicated to providing superior service with our project management approach and methodology. We have dedicated personnel assigned to each customer to help facilitate an efficient and successful partnership.

- Build partnerships with our customers
- Serve as trusted advisors to our customers
- Continuous support & communication
- Consistent key personnel

Our project managers are dedicated to establishing and maintaining an efficient and effective relationship with our customers.



Complete Inventory Management:

James River Solutions offers complete inventory management services via our SMARTank technology. SMARTank is a completely wireless tank-level monitoring system designed to provide our customers with the ultimate in flexibility and performance.

- It requires no external power, telephone connection, or control boxes
- Simple installation and unparalleled ease of use

SMARTank is the simplest, most dependable solution available to distributors and their customers. It is completely wireless with flexible features that make it easy to install and implement in a variety of configurations on single tanks as well as multi-tanks.

The secure website makes tracking activity second nature. Implementing our SMARTank monitoring technology on your tanks will help you increase your bottom line while allowing your personnel to focus attention on other important tasks

- This technology allows us to see exactly how much fuel is in each tank and provides us complete control to set up automatic deliveries
- Eliminate costly emergency deliveries
- Never run out of product
- Never need to stick tanks
- Never need to call or fax orders
- Cut out administrative costs of personnel checking tank levels
- Minimize down time so operations run at peak performance
- Save time and money!

Customer Service:

Our customer service is available at (804) 358-9000 from 8 am – 5 pm, Monday thru Friday to assist with any lost, stolen, or damaged fuel card issues. We are also available after-hours on our emergency line at (804) 393-1150 for any issues that may arise.

Protocol for Ordering Fuel

Placing Orders:

Email all delivery requests to:

orders@irpetro.com

Customer Service Representatives:

Allyn Cook-Swarts – (804) 358-9000 ext. 303

acook@irpetro.com

Cleveland Planz – (804) 358-9000 ext. 337

cplanz@irpetro.com

Betsy Bennett – (804) 358-9000 ext. 330

bbennett@irpetro.com

Operations Manager:

Darlene Harris - (804) 358-9000 ext. 318

darlene@irpetro.com

Account Information:

Tracy Little (President) - (804) 955-1142

tracy@irpetro.com

Project Management

Bridget Bailey - (757) 375-1525

bbailey@irpetro.com

Lauren Portluck – (804) 839-6489

lportlock@irpetro.com

Emergency after hours or weekend – (804) 393-1150. If no one answers please leave a message and your call will be returned ASAP.

Fax: (804) 359-6307

Toll Free: 1-800-825-5599

James River Solutions Federal Tax ID is: 32-0135618

SWAM Certification #649287 – Small Woman Owned Company (VA)

SCC Code: S141052-3

Physical Address: 10487 Lakeridge Parkway, Suite 100
Ashland, Virginia 23005

Website: www.jamesriversolutions.com

PROPOSAL FORM
CONTRACT 15023PW
GASOLINE / HEATING OIL / DIESEL FUEL

Your City of Wilmington Business License is Supplier # 200800842

This proposal is submitted with the knowledge that the Department of Finance, Division of Procurement and Records, reserve the right to reject any and all proposals when, and in its judgment, and is in the best interest of the City of Wilmington to do so.

We, the undersigned, hereby agree to furnish and deliver per the specifications, the items listed below to the City of Wilmington, at various locations between start of contract through June 30, 2015, with possible extensions as described above.

THE CITY RESERVES THE RIGHT TO SPLIT THE AWARD TO MULTIPLE VENDORS.

Gasoline Small Tank 5000 Gallons or Less:

Approximately 20,000 gallons of UNLEADED REGULAR, delivered F.O.B. to locations in Wilmington, Delaware as delivered by wagon load.

Estimated Gallons	20,000
OPIS Low Rack (May 8, 2014)	\$2.8499
Quoted Delivery Fee per gallon	<u>0.131</u>
Delivered Cost per gallon	<u>2.9809</u> (OPIS plus Quoted Delivery Fee)
Total Cost for 20,000 gallons	<u>\$59,618</u> (Delivered Cost Gallon, multiplied by gallons)

--- C O N T R A C T ---

THIS AGREEMENT, made the 14th day of August in the year Two Thousand Fourteen by and between the City of Wilmington, a municipal corporation of the State of Delaware, acting through the agency of the Department of Finance, Division of Procurement and Records, party of the first part (hereinafter designated the Owner), and **James River Solutions, llc** of the second part (hereinafter designated the Contractors.

WITNESSETH, that the Contractor, in consideration of agreements herein made by the Owner, agrees with the Owner as follows:

Article 1. The Contractor shall and will furnish and deliver per specifications, on contract **15023PW "Gasoline/Heating Oil & Diesel Fuel"** for the Department of Public Works in accordance with Advertisement for Bids by the Department of Finance, Division of Procurement and Records date **6/17/14 & 6/24/14** and specifications identified as Contract No. **15023PW** and by the signatures of the parties hereto, are, together with the said Advertisement for Bids, Instructions to Bidders, Forms of Proposal, and/or other documents pertinent thereto, hereby acknowledge and incorporated into these presents and are to be taken as a part of this Contract.

Article 2. It is understood and agreed by and between the parties hereto that the amount of this Contract is in the amount of **One Million Nine Hundred Fifty Two Thousand One Hundred Eighty Five --- 50/100 -----Dollars (\$1,952,185.50)** as per Proposal dated 7/8/14 to the Department of Finance, Division of Procurement and Records.

Article 3. In the performance of this Contract, the Contractor shall not discriminate or permit discrimination against any person because of his race, color, religion or his national origin.

Article 4. This Agreement shall bind the heirs, executors, administrators, successors and assigns to the respective parties hereto.

In witness whereof the party of the first part has, by recommendation of the **Commissioner of Public Works Department** the hand of **Dennis P. Williams**, the mayor, and the corporate seal of the City of Wilmington, attested by the City Clerk, to be hereunto affixed; and the party of the second part has caused the hand of its' President, (or his authorized representative) and its' corporate seal, attested by the Secretary or assistant Secretary, to be hereunto affixed.

Dated the day and year first above written in the City of Wilmington, County of New Castle, State of Delaware.

Signed, Sealed and delivered
in the presence of:

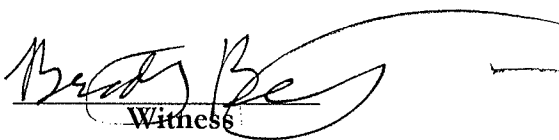
THE CITY OF WILMINGTON

Witness

By: _____
Dennis P. Williams, Mayor

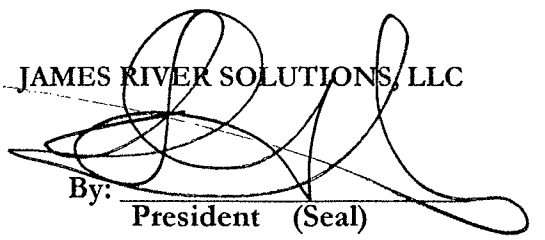
ATTEST:

City Clerk

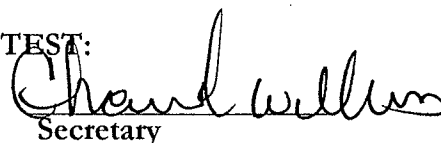


Witness

JAMES RIVER SOLUTIONS, LLC


By: _____
President (Seal)

ATTEST:



Secretary

Approved as to Form on this _____

Day of _____, 2014

First Assistant City Solicitor